

# EXHIBIT

A

**EXHIBIT A**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

TruePosition Inc.	)	
	)	
Plaintiff/	)	
Counterclaim-Defendant,	)	Civil Action No. 05-00747-SLR
	)	
v.	)	
	)	
Andrew Corporation,	)	
	)	
Defendant/	)	
Counterclaim-Plaintiff.	)	
	)	

**CONFIDENTIALITY UNDERTAKING**

I, (name) , am (position or job title) of (company or firm or employer) , (address of company, firm or employer) . I am a person who is an outside consultant (that is, not a regular employee of a party) actively involved in this proceeding and who has been employed by (name of party) to provide advice, expertise or assistance in this proceeding, or an assistant or clerical employee under such person's supervision. I affirm that I have read and understand the Stipulated Protective Order in this proceeding dated , 2006, and that I agree to abide by the terms of such Order.

I understand that I am to retain all copies of any materials that I receive which have been designated as "CONFIDENTIAL INFORMATION" in a manner sufficient to secure the confidentiality of such materials from all others, including any co-workers, employees, supervisors, agents or other acquaintances who have not also signed this undertaking. I specifically agree to maintain such materials in a container, drawer, room or other safe place in a

manner consistent with this Stipulated Protective Order, and all copies are to remain in my custody until I have completed my assigned or legal duties, whereupon all copies are to be returned or destroyed as specified in the Stipulated Protective Order. I acknowledge that the return or subsequent destruction of such materials shall not relieve me from any of the continuing obligations imposed upon me by the Stipulated Protective Order.

Dated: \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_